

# EXHIBIT A

As filed with the Securities and Exchange Commission on July 14, 2023.

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**Amendment No. 2  
to  
FORM S-1  
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933**

**ESPORTS ENTERTAINMENT GROUP, INC.**

(Exact name of registrant as specified in its charter)

**Nevada**

(State or other jurisdiction of  
incorporation or organization)

**7900**

(Primary Standard Industrial  
Classification Code Number)

**26-3062752**

(I.R.S. Employer  
Identification Number)

**Block 6, Triq Paceville  
St. Julians, Malta, STJ 3109  
+356 2713-1276**

(Address, including zip code, and telephone number, including area code, of  
registrant's principal executive offices)

**State Agent and Transfer Syndicate  
112 North Curry St  
Carson City, Nevada 89703  
(775) 882-1013**

(Name, address, including zip code, and telephone number,  
including area code, of agent for service)

*Copies to:*

**Shane Segarra, Esq.  
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Miami, Florida 33131  
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Approximate date of commencement of proposed sale to the public: **As soon as practicable after the effective date of this Registration Statement.**

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, check the following box: ☐

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

**CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS**

None.

**MANAGEMENT**

The names of our executive officers and directors and their age, title, and biography as of March 31, 2023 are set forth below. Our officers and directors serve until their respective successors are elected and qualified.

<b>Name</b>	<b>Age</b>	<b>Position(s)</b>
Alex Igelman	57	Chief Executive Officer
Michael Villani	46	Interim Chief Financial Officer (Principal Financial Officer) (Principal Accounting Officer)
Damian Mathews	51	Chief Operating Officer and Director, Former Chief Financial Officer (Principal Financial Officer) (Principal Accounting Officer) (resigned December 31, 2022) and Former Chief Operating Officer (resigned December 31, 2022, reappointed May 29, 2023)
John Brackens	43	Former Chief Information Officer and Chief Technology Officer, and Former Director
Lydia Roy	50	Group General Counsel and Compliance, Corporate Secretary
Jennifer Pace	59	Chief People Officer
Alan Alden	61	Director
Jan Jones Blackhurst	74	Director and Chair of the Board of Directors
Chul Woong Lim	41	Director
Robert Soper	51	Director

The following noteworthy experience, qualifications, attributes and skills for each Board member, together with the biographical information for each person described below, led to our conclusion that the person should serve as a director in light of our business and structure:

*Alex Igelman*

Mr. Igelman has served as the Company's Chief Executive Officer since January 2023. He has more than 30 years of experience in the gaming industry. He is a gaming lawyer and the co-founder of FairP2P and Esports Capital Corp., entities which have been leaders in their respective sectors. During his career, Mr. Igelman worked across the gambling and gaming industry in a variety of senior leadership positions. From 2016 to 2019, Mr. Igelman served as CEO & Executive Chairman of Millennial Esports Corporation, an esports platform provider and from 2019, was Founder & Managing Director of Esports Capital Corp. advisory and investment Company. Mr. Igelman provides extensive knowledge of esports and related businesses to the Company and is well connected within esports and gaming.

*Jan Jones Blackhurst*

Ms. Jones Blackhurst has served as a director of the Company since May 2022. Ms. Jones Blackhurst has served as a director of Caesars Entertainment, Inc. (Nasdaq: CZR) since October 2019. Ms. Jones Blackhurst served as Executive Vice President, Public Policy and Corporate Responsibility of Caesars from May 2017 through September 2019. Ms. Jones Blackhurst also served as Executive Vice President of Communications and Government Relations of Caesars from November 2011 until May 2017 and as Senior Vice President of Communications and Government Relations of Caesars from November 1999 to November 2011. Ms. Jones Blackhurst has over 20 years of experience in the gaming industry and has played a key role in innovating responsible gaming programs that are now used throughout the industry. Ms. Jones Blackhurst serves as the Chairwoman of the Public Education Foundation and as Chief Executive-In-Residence of the UNLV International Gaming Institute. Ms. Jones Blackhurst became Executive Director, UNLV Black Fire Leadership Initiative in January 2021. Since February 2021, Ms. Jones Blackhurst has served as a director of Gaming & Hospitality Acquisition Corp. Prior to joining Caesars, Ms. Jones Blackhurst served two terms as Mayor of Las Vegas, from 1991 until 1999. Ms. Blackhurst was selected to serve as a director because of her extensive experience in the gaming industry and proven leadership abilities.

*Michael Villani*

Mr. Villani has served as the Company's Chief Financial Officer since January 2023. Mr. Villani joined the Company in February 2021 as its Financial Controller. Prior to joining the Company, Mr. Villani worked as a Director in the Deal Advisory practice of KPMG supporting clients with technical accounting, buy-side and sell-side transactions, initial public offerings (IPOs) and SEC reporting. Mr. Villani worked a total of 18 years at KPMG LLP, with 9 years in the Deal Advisory practice and 9 years in the audit practice. Mr. Villani was also previously employed as the Chief Financial Officer of a Geneva-based hedge fund and has held other senior accounting level roles at public companies. Mr. Villani is a CPA and is a graduate of Pace University, magna cum laude.

*Damian Mathews*